

**UNITED STATES BANKRUPTCY COURT  
SOUTHERN DISTRICT OF TEXAS  
HOUSTON DIVISION**

**IN RE:**

**SUPERIOR OFFSHORE  
INTERNATIONAL, INC.,**

**Debtor.**

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**CASE NO. 08-32590-H2-11  
(Chapter 11)**

**ORDER**

**(Docket No. \_\_\_\_\_)**

1. The Joint Motion to (i) Approve Procedure to Determine Holders of Class 8 Interests; and (ii) Establish a Bar Date and Noticing Procedures for Class 8 – Interests is **GRANTED**.

2. **January 31, 2011 (the “Class 8 Bar Date”)** is the deadline for filing proofs of interest against Superior Offshore International, Inc.

3. The Plan Agent shall serve this Order on all shareholders listed in the Deposit Trust Company Stock Position Report dated February 11, 2009.

4. The Plan Agent shall publish the Notice of Deadline for Filing Proofs of Interest attached as **Exhibit 1** in the Houston Chronicle, the Times Picayune, and the Wall Street Journal. The notice will be published at least twice with the first publication to occur within 30 days of the entry date of this Order.

5. The foregoing notice procedure shall be deemed to be adequate notice of the Class 8 Bar Date. The Class 8 – Interest of any equity interest holder, known or unknown, that fails to file a proof of interest in accordance with this Order is disallowed and such holder is forever barred from receiving any distribution under the Plan.

6. On or before the Bar Date, each current beneficial holder of a Class 8 – Equity Interest must submit to the Plan Agent an original and completed proof of interest using the form attached hereto as **Exhibit 2**. The proof of interest must be accompanied by a stock certificate, brokerage statement or other documentary evidence reflecting the interest holder’s ownership as of the date of the proof of interest. The Plan Agent and the Post-Confirmation Committee shall have 30 days after the Class 8 Bar Date to file objections.

7. The completed original proof of interest and accompanying documentation must be actually received by H. Malcolm Lovett, Jr., Plan Agent, c/o David R. Jones, Porter & Hedges, L.L.P., 1000 Main Street, 36<sup>th</sup> Floor, Houston, Texas 77002 by 5:00 p.m. (Houston Time) on the Bar Date. Facsimile and electronic mail copies will not be accepted.

8. Proofs of interest that are not timely filed or signed and supported by a stock certificate, brokerage statement or other documents reflecting the interest holder's ownership as of the date of the proof of interest will be ineffective to assert a Class 8 – Interest. The failure to timely follow the foregoing procedure shall result in the automatic disallowance of the Class 8 – Interest and the holder of such interest is forever barred from receiving any distribution under the Plan.

SIGNED this \_\_\_\_\_ day of \_\_\_\_\_, 2010.

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**THE HONORABLE WESLEY W. STEEN,  
UNITED STATES BANKRUPTCY JUDGE**

# **EXHIBIT 1**

**NOTICE OF DEADLINE FOR FILING PROOFS OF INTEREST**

To All Equity Interest Owners of Superior Offshore International, Inc.:

**PLEASE TAKE NOTICE** that the United States Bankruptcy Court for the Southern District of Texas (the “Bankruptcy Court”) has established **January 31, 2011** as the last day for all persons and entities holding equity interests in Superior Offshore International, Inc. to file a written proof of interest.

**ANY EQUITY INTEREST HOLDER WHO FAILS TO FILE A PROOF OF INTEREST IN ACCORDANCE WITH THE BANKRUPTCY COURT’S ORDER BY JANUARY 31, 2011 SHALL BE FOREVER BARRED FROM ASSERTING SUCH INTEREST AND SHALL NOT BE PERMITTED TO PARTICIPATE IN ANY DISTRIBUTION IN THE DEBTOR’S CHAPTER 11 BANKRUPTCY CASE ON ACCOUNT OF SUCH INTEREST. YOU MAY OBTAIN A COPY OF THE BANKRUPTCY COURT’S ORDER AND PROOF OF INTEREST FORM BY CONTACTING DAVID R. JONES, COUNSEL FOR THE PLAN AGENT AT (713) 226-6652 OR [djones@porterhedges.com](mailto:djones@porterhedges.com). YOUR FAILURE TO TIMELY ACT WILL SIGNIFICANTLY AFFECT YOUR RIGHTS AS AN EQUITY INTEREST HOLDER. YOU ARE ENCOURAGED TO CONSULT WITH A QUALIFIED ATTORNEY REGARDING YOUR RIGHTS.**

## **EXHIBIT 2**

UNITED STATES BANKRUPTCY COURT SOUTHERN DISTRICT OF TEXAS		PROOF OF INTEREST
Name of Debtor: <b>Superior Offshore International, Inc.</b>	Case Number 08-32590	Your Interest is recorded as: Account ID: _____ Member Interest: _____
Name of Equity Security Holder: _____ _____ _____ _____ <b>Telephone :</b> _____	<input type="checkbox"/> Check box if you are aware that anyone else has filed a proof of interest relating to the shares of the Debtor's common stock that you assert an interest in. Please attached an explanation giving particulars.  <input type="checkbox"/> Check box if you have never received any notices from the bankruptcy court in this case.  <input type="checkbox"/> Check box if the address differs from the address on the envelope sent to you by the Plan Agent.	THIS SPACE IS FOR COURT USE ONLY
Name and Address Where the Completed Proof of Interest Should Be Sent:  H. Malcolm Lovett, Jr., Plan Agent c/o David R. Jones Porter & Hedges, L.L.P. 1000 Main, 36 <sup>th</sup> Floor Houston, Texas 77002 Telephone: (713) 226-6000		
1. Name and Address of any person or entity that is the record holder for the Equity Interest asserted in this Proof of Interest:  _____ _____ _____ _____  3. Date you Acquired your Equity Interest:  _____  3. Stockholder is the holder of _____ shares of the Debtor's common stock represented by certificate no(s) _____, _____, _____, _____, _____, _____.  4. If your claim to an equity interest is based on something other than ownership of common stock, please describe that interest: _____ _____  5. <b><u>PLEASE ATTACHED COPIES OF YOUR STOCK CERTIFICATES, CURRENT BROKERAGE STATEMENT OR OTHER DOCUMENTS REFLECTING YOUR OWNERSHIP.</u></b>		
Upon completion of this form, you are certifying that the statements herein are true.  6. DATE-STAMPED COPY: To receive an acknowledgment of the filing of your proof of interest, enclose a stamped, self-addressed envelope and copy of this proof of interest.		THIS SPACE IS FOR COURT USE ONLY
Date: _____	Sign and print the name and title, if any, of the equity security holder or other person authorized to file this proof of interest (attach copy of power of attorney, if any):  _____	